ACCOUNT NO. :

072100000032

REFERENCE :

652092 7141634

AUTHORIZATION

COST LIMIT

35.00

ORDER DATE: December 29, 1997

ORDER TIME :

8:50 AM

ORDER NO. : 652092-010

CUSTOMER NO: 7141634

700002385897--3

CUSTOMER: Frank Mellon, Esq

Enterprise Business Law Group

Suite 540

8280 Greensboro Drive Mc Lean, VA 22102

DOMESTIC FILINGS

NAME:

DIRECT RESOURCE NETWORK,

INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

ARTICLES OF DISSOLUTION OF DIRECT RESOURCE NETWORK, INC.

			11 30 A
To:	Department of State	Date paid:	SEFOR
	Tallahassee, Florida 32314	Filing fee:	25

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purposes of dissolving the corporation:

- 1. The name of the corporation is Direct Resource Network, Inc.
- 2. The names and respective addresses of the officers of the corporation are as follows:

<u>NAME</u>	<u>OFFICE</u>	ADDRESS
William L. Rountree	President, Secretary	Suite 210
	and Treasurer	6550 North Federal Highway
		Ft. Lauderdale, Florida 33308

3. The names and respective addresses of the directors of the corporation are as follows:

NAME
William L. Rountree
Suite 210
6550 North Federal Highway
Ft. Lauderdale, Florida 33308

- 4. Dissolution was authorized on December 15, 1997.
- 5. The number of votes cast for dissolution was unanimous and sufficient for approval.
 - 6. All liabilities and obligations of the corporation have been paid or discharged.
- 7. All the property and assets of the corporation remaining after the payment of all debts, obligations, and liabilities of the corporation, have been distributed among its shareholders in accordance with their respective rights and interests.
 - 8. There are no actions pending against the corporation in any court.
 - 9. The corporation elected to dissolve by unanimous written consent of its

shareholders, and such written consent has been signed by all shareholders of the corporation.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed on behalf of the Corporation by its duly authorized officer on December 15, 1997.

Direct Resource Network, Inc.

William L. Rountree, President